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STRACZYNSKI
DEODATO JR
PIMENTEL

THE AMAZING SPIDER-MAN®

MEETS

THE NEW
AVENGERS®



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MIKE
DEODATO
JR.

MOVING UP

All my life, I've been afraid that someday my life as Spider-Man would come back to haunt me... and harm the ones I love.

And now...now my apartment is gone, burned to the ground, and Aunt May's home... her HOME... is gone...

Not because of Spider-Man, but because of Peter Parker's mistake.

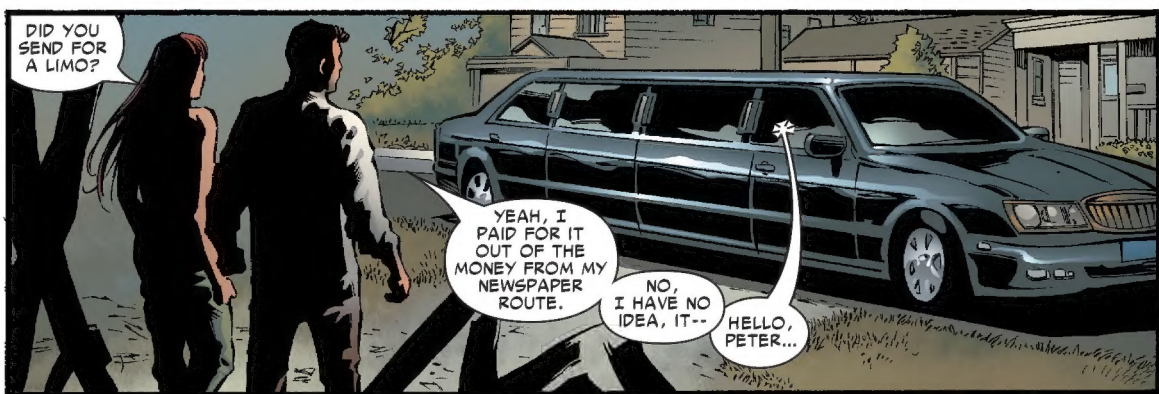
She's lost everything... everything.

How do I live with myself after this?

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WHEN I HEARD WHAT HAPPENED, I GOT HERE AS FAST AS I COULD. I'M SO SORRY.

THANKS, IT'S... A LITTLE OVERWHELMING.

I'M NOT SURPRISED. THAT'S WHY I CAME, TO OFFER MY HELP. YOU'RE ONE OF THE AVENGERS NOW, SON, AND WE LOOK AFTER OUR OWN.

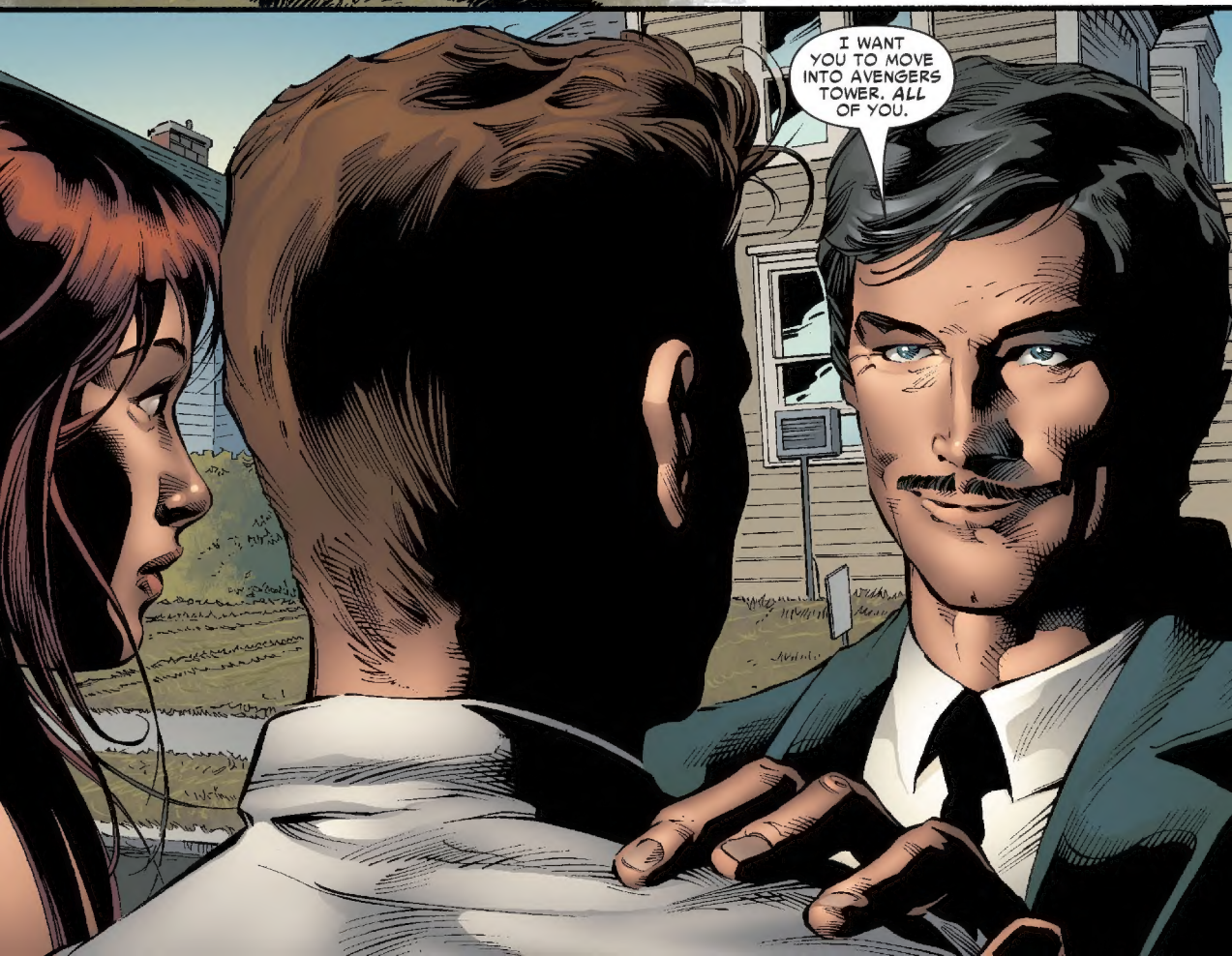


WELL, IF YOU'VE GOT A FEW SECURITY GUARDS TO SPARE, WE COULD USE THEM TO KEEP AN EYE ON THE PLACE--

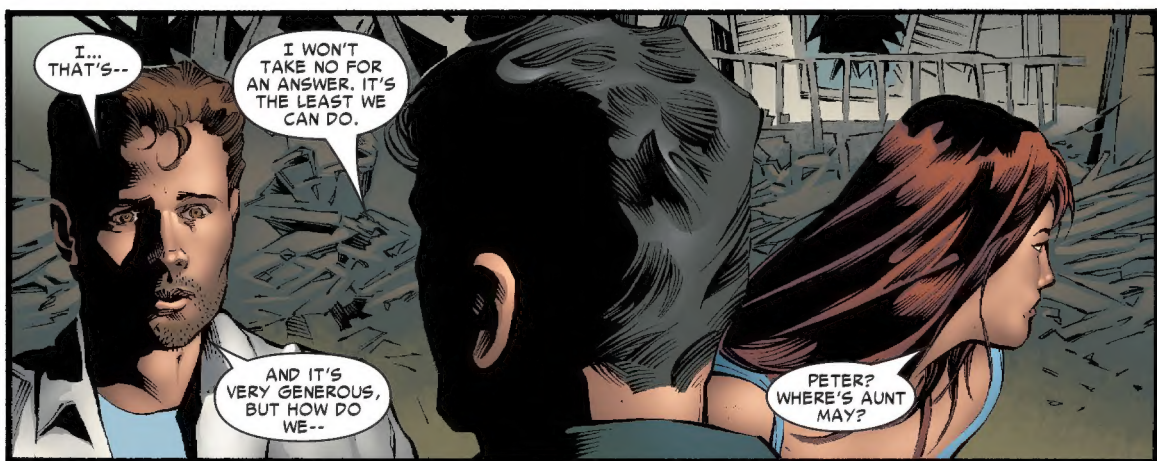
ALREADY ON THEIR WAY. BUT THAT'S NOT WHY I'M HERE. YOU'RE GOING TO NEED A PLACE TO STAY FOR A WHILE.

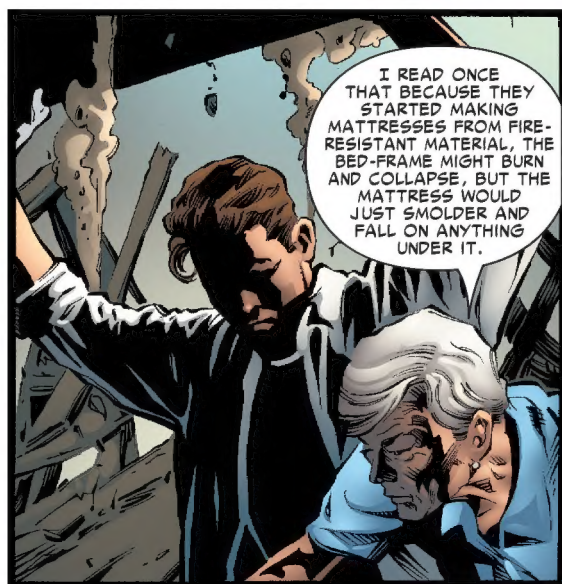
I...WE CAN'T TAKE CHARITY, MR. ST--TONY.

GOOD, BECAUSE I'M NOT OFFERING ANY.

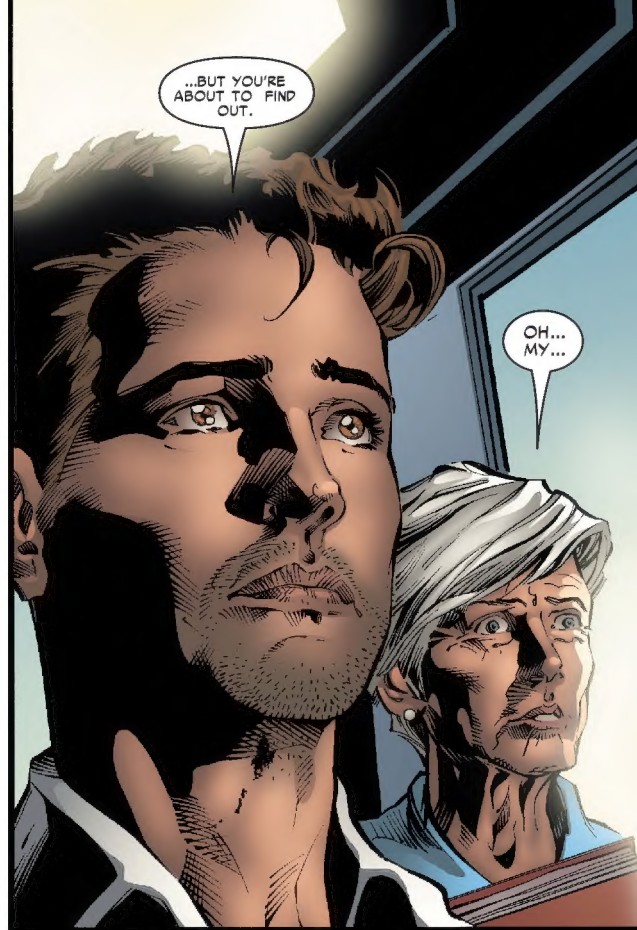


I WANT YOU TO MOVE INTO AVENGERS TOWER. ALL OF YOU.

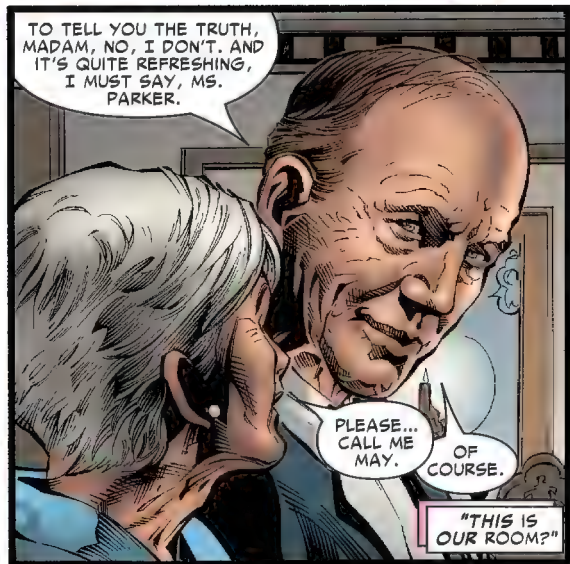
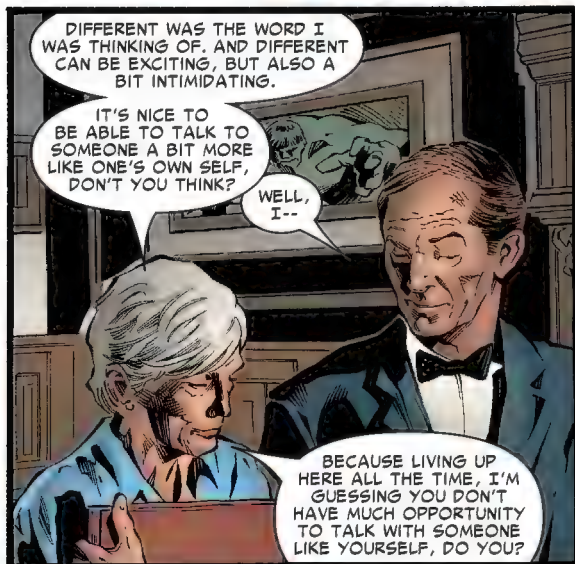














BUT DO YOU KNOW WHAT I LIKE BEST? FOR THE FIRST TIME, I'M LIVING INSIDE YOUR WORLD. I'VE ALWAYS IMAGINED IT, THOUGHT ABOUT IT, EVEN HAD IT COME OUT AND TOUCH MY WORLD FROM TIME TO TIME... BUT NOW I'M INSIDE IT.

AND YOU KNOW WHAT? IT FEELS GOOD. IT MAKES ME FEEL CLOSER TO YOU.



YOU KNOW WHAT I THINK WOULD MAKE YOU FEEL EVEN CLOSER?

PETER...? SHHHH.

BUT...IT'S THE MIDDLE OF THE DAY, AND THERE ARE PEOPLE OUT THERE.



THEY'RE GROWN-UPS. YOU WOULDN'T BELIEVE HOW MANY WOMEN WOLVERINE BRINGS AROUND.

OH, REALLY?

YEAH...AND FROM WHAT I'VE SEEN OF SOME OF THEM, IT'S A DARNED GOOD THING HE HAS A MUTANT HEALING FACTOR.



GIGGLE...

IF A KISS MAKES EVERYTHING BETTER, THEN HOW MUCH BETTER CAN--

PETER...

YEAH?

YOU TALK TOO MUCH.

YOU'RE RIGHT...AND THE ONE THING I DON'T EVER WANT TO DO--



--IS TO WASTE A PERFECTLY GOOD BABE.

"BESIDES, IT'S A QUIET DAY AROUND HERE, AND I LEARNED TO TAKE ADVANTAGE OF THEM... BECAUSE THEY NEVER LAST."

LATER, ACROSS TOWN.



HEY... WHERE'RE YOU GOING...?

THE BATHROOM.

...BUT WE...WE'RE GONNA...

AFTER I GO TO THE BATHROOM.

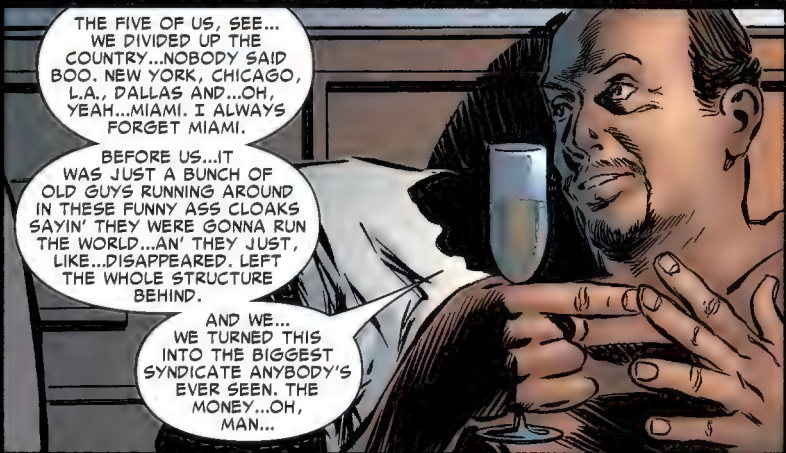


NOW, YOU JUST KEEP THAT ENGINE RUNNING, AND I'LL BE RIGHT BACK.

HEY, Y'KNOW WHAT? OOOOOKAY...

WHAT?

YOU'RE GONNA BE THE BEST I EVER HAD. AND I HAD ALL KINDS OF WOMEN...EN.



THE FIVE OF US, SEE... WE DIVIDED UP THE COUNTRY...NOBODY SAID BOO. NEW YORK, CHICAGO, L.A., DALLAS AND...OH, YEAH...MIAMI. I ALWAYS FORGET MIAMI.

BEFORE US...IT WAS JUST A BUNCH OF OLD GUYS RUNNING AROUND IN THESE FUNNY ASS CLOAKS SAYIN' THEY WERE GONNA RUN THE WORLD...AN' THEY JUST, LIKE...DISAPPEARED. LEFT THE WHOLE STRUCTURE BEHIND.

AND WE... WE TURNED THIS INTO THE BIGGEST SYNDICATE ANYBODY'S EVER SEEN. THE MONEY...OH, MAN...

YOU'RE BEAUUUUUUTIFUL...

AND I'M GOING TO LOOK EVEN BETTER TO YOU IN JUST A MINUTE.

WOULD YOU LIKE ANOTHER GLASS OF CHAMPAGNE?

SUUUUUUUUURE.



AN' YOU...YOU DO WHAT YOU SAID...AS GOOD AS YOU SAY...AND YOU CAN HAVE AS MUCH OF IT AS YOU WANT, BABY.

YOU'VE GOT YOURSELF A DEAL. NOW, DRINK YOUR DRINK, AND I'LL BE RIGHT BACK.



YOU GOT IT...



OPEN CHANNEL D.

CHANNEL OPEN. WHAT'S YOUR STATUS?

SITUATION NOMINAL.



AS WE SUSPECTED, THEY'RE PROCESSING THE DRUG MONEY THROUGH A COMPANY IN THE CAYMAN ISLANDS. MAYBE AS MUCH AS A HUNDRED MILLION PER YEAR.

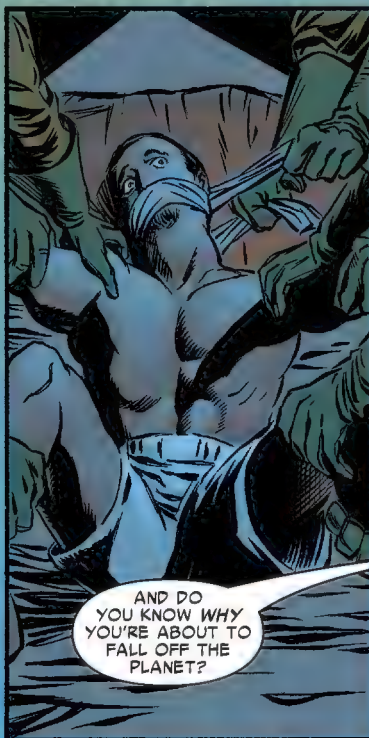
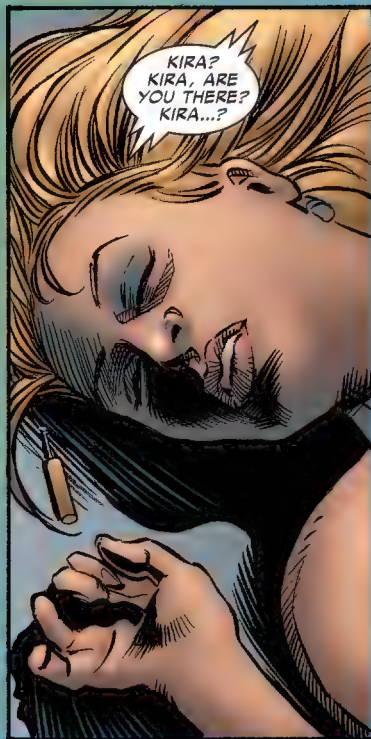
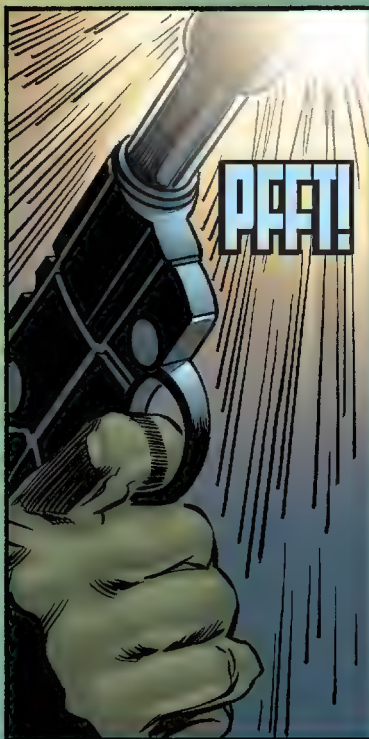
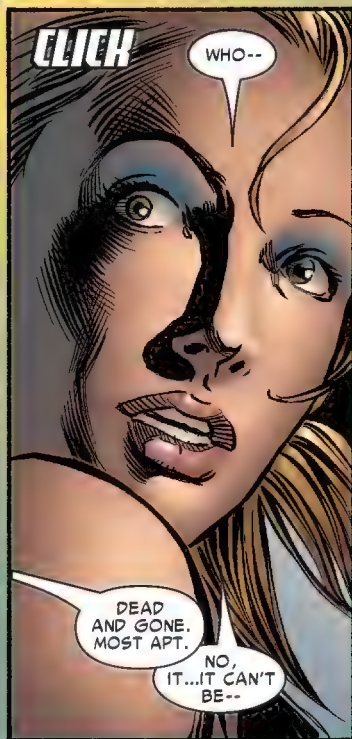
ONCE HE'S OUT, I'LL BOOT UP HIS LAPTOP AND SEE WHAT ELSE I CAN FIND.

SOUNDS SEXY. SO NO PROBLEMS?



NO. IT'S ALMOST TOO BAD. THEY CAN CALL THEMSELVES WHATEVER THEY WANT, BUT AT THE END OF THE DAY THEY'RE STILL SMALL-TIME HOODS.

THE GOOD OLD-BAD OLD DAYS COLONEL FURY LIKED TO TALK ABOUT ARE DEAD AND GONE. I--





...MMM
MMMMMMF
FFFFF...

MMM
MMMMMP
PHHH!

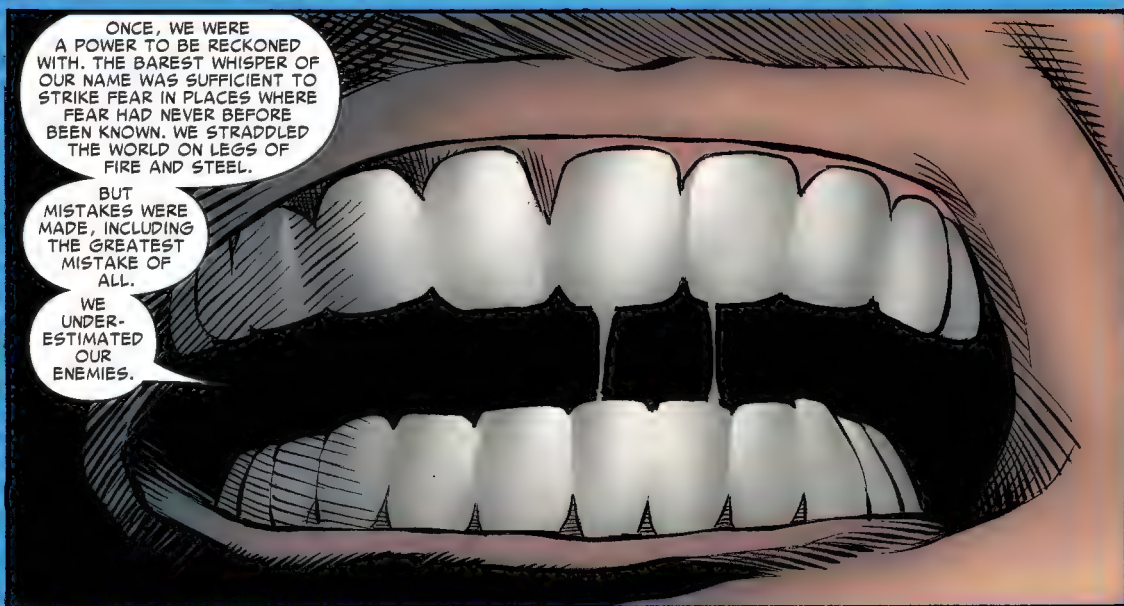
AH, I SEE
THE LAST OF
YOU IS AWAKE
AT LAST.

NOW
WE CAN
BEGIN.



BY NOW, I'M SURE
THAT EVEN THE SLOWEST
OF YOU HAS COME TO
REALIZE THAT YOU WILL
NEVER LEAVE THIS ROOM
ALIVE. THE QUESTION
YOU CAN'T UNRAVEL IS--

--WHO IS DOING
THIS TO YOU?



ONCE, WE WERE
A POWER TO BE RECKONED
WITH. THE BAREST WHISPER OF
OUR NAME WAS SUFFICIENT TO
STRIKE FEAR IN PLACES WHERE
FEAR HAD NEVER BEFORE
BEEN KNOWN. WE STRADDLED
THE WORLD ON LEGS OF
FIRE AND STEEL.

BUT
MISTAKES WERE
MADE, INCLUDING
THE GREATEST
MISTAKE OF
ALL.

WE
UNDER-
ESTIMATED
OUR
ENEMIES.



WE WERE
DEFEATED, REPEATEDLY,
AND WITH DEFEAT COMES
A LOSS OF RESPECT, A
TERMINUS OF FEAR.

IN FIGHTING
BACK, WE EXHAUSTED
OUR RESOURCES, BECAUSE
WE HAD NOT COMPENSATED
FOR THE STRENGTH OF OUR
OPPOSITION. IN THE END,
WE HAD ONLY TWO
CHOICES.

TERMINATION...OR
TRANSFORMATION.

THUS...WE
DISAPPEARED--



--AND ALLOWED THE ORGANIZATION FOR WHOM SO MANY OF US HAD SHED OUR BLOOD TO FALL INTO THE HANDS OF MEDIOCRE MEN.

MEN OF GREAT AMBITION BUT SMALL DREAMS.

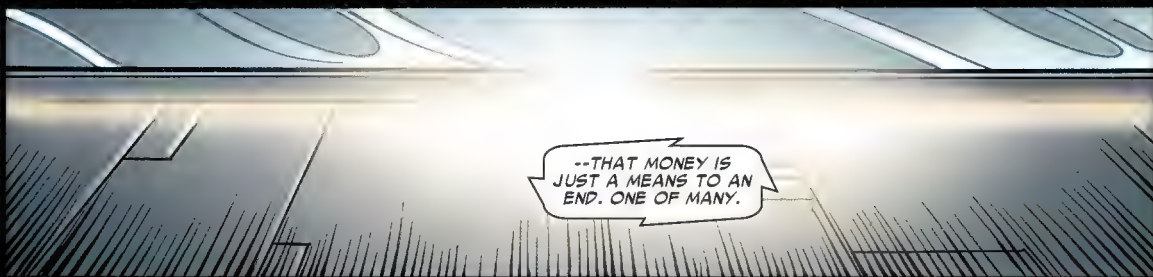
MEN... LIKE YOU.



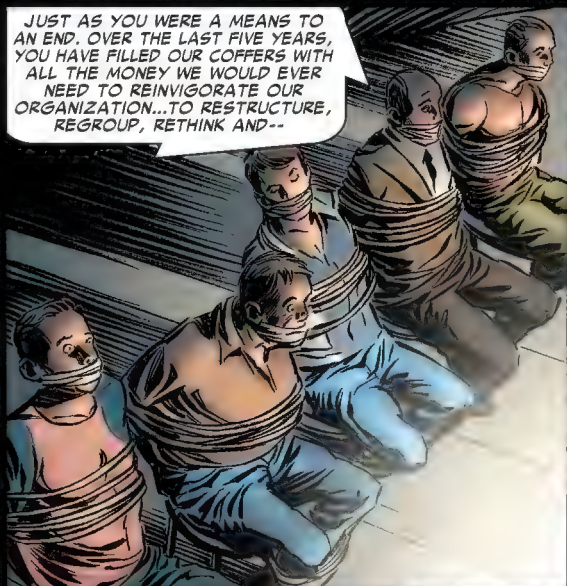
THROUGH YOU, WE ALLOWED OUR LEGACY TO BECOME TRIVIAL... TO BECOME ABOUT THEFT AND SYNDICATES AND DRUG IMPORTATION AND MONEY LAUNDERING. NO DIFFERENT FROM A HUNDRED OTHER SYNDICATES, RUN BY GRASPING, DESPERATE MEN WHO BELIEVE THAT MONEY IS THE GOAL--



--NEVER REALIZING, NEVER UNDERSTANDING--



--THAT MONEY IS JUST A MEANS TO AN END. ONE OF MANY.

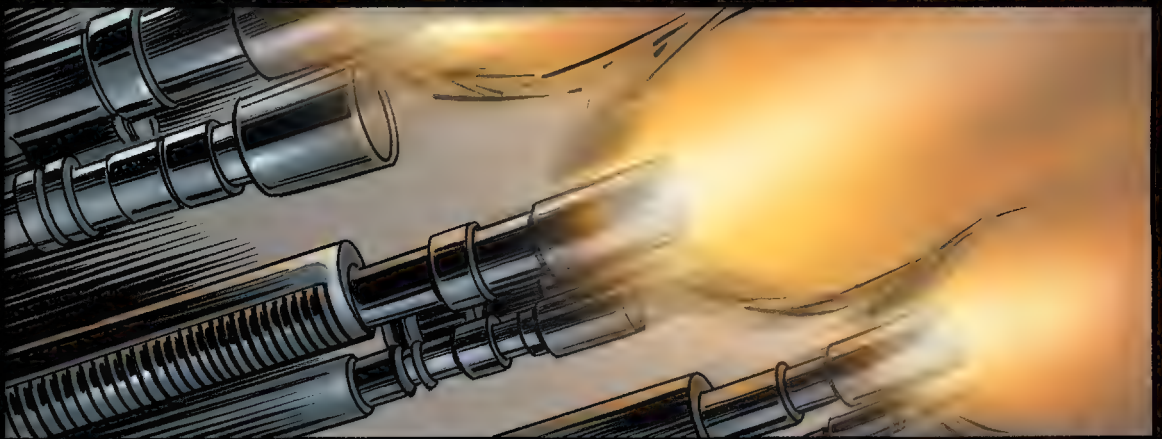


JUST AS YOU WERE A MEANS TO AN END. OVER THE LAST FIVE YEARS, YOU HAVE FILLED OUR COFFERS WITH ALL THE MONEY WE WOULD EVER NEED TO REINVIGORATE OUR ORGANIZATION...TO RESTRUCTURE, REGROUP, RETHINK AND--



--RETURN.

WHICH IS WHAT WE DO, YOU SEE.





THE BANK ACCOUNTS HAVE
ALL BEEN TRANSFERRED,
PASSWORDS CHANGED,
TROUBLESOME
LIEUTENANTS...ELIMINATED.



"PHASE ONE
IS NOW
COMPLETE."



"PHASE TWO HAS
BEGUN. OUR PEOPLE
HAVE RECEIVED THE
SIGNAL TO AWAKEN
FROM THEIR
ENFORCED SLUMBER...
FROM THE IGNOMINY
OF THEIR SILENCE IN
THE FACE OF A WORLD
THAT HAD ALL BUT
DISMISSED US."



"PHASE
THREE...IS IN
MOTION."

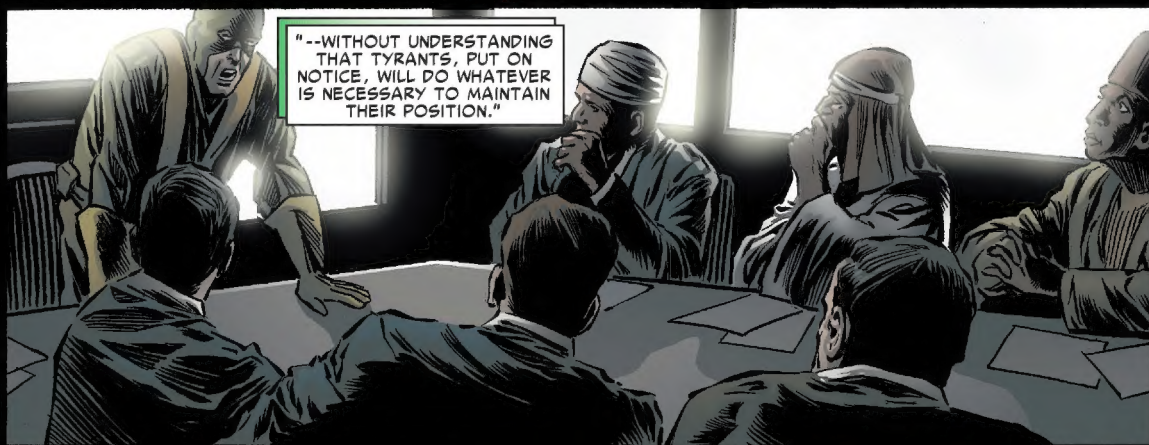


WELCOME...
TO PHASE
FOUR.



FOR THE FIRST TIME, AMERICA IS TRULY VULNERABLE. HER MILITARY MIGHT IS OVER-EXTENDED, HER PORTS AND CITIES UNDER THE MOST FRAGILE OF CARE.

THIS AT A TIME WHEN IT HAS ANNOUNCED ITS DECISION TO END TYRANNY--



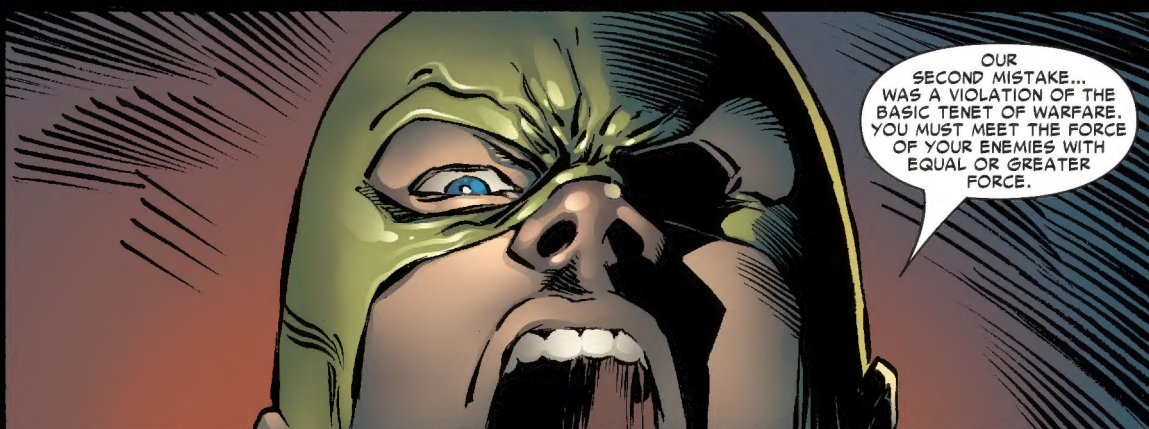
"--WITHOUT UNDERSTANDING THAT TYRANTS, PUT ON NOTICE, WILL DO WHATEVER IS NECESSARY TO MAINTAIN THEIR POSITION."



OUR FIRST MISTAKE WAS TO ACT TOO COMPLETELY ON OUR OWN. IN THE WORLD AS IT IS NOW, WE NEED ALLIES...EVEN IF IN TIME WE DISPENSE WITH THEM EVEN AS WE DID THOSE MEN.

THERE IS AN OLD SAYING... THE ENEMY OF MY ENEMY IS MY FRIEND.

IF WE CAN PROVE THAT WE CAN STRIKE AMERICA WITH IMPUNITY...WE SHALL HAVE ALL THE FRIENDS, ALL THE MONEY, AND ALL THE SUPPORT WE WILL EVER NEED.



OUR SECOND MISTAKE... WAS A VIOLATION OF THE BASIC TENET OF WARFARE. YOU MUST MEET THE FORCE OF YOUR ENEMIES WITH EQUAL OR GREATER FORCE.



"OUR ENEMIES HAD MEN OF GREAT POWER, GREAT STRENGTH. WE, IN OUR VANITY, BELIEVED WE COULD OUT-THINK AND OUT-STRATEGIZE OUR ENEMIES. THAT OUR WILL WAS SUFFICIENT TO OUR INEVITABLE VICTORY.



"BUT WILL AND STRATEGY ARE OF NO USE WHEN THERE IS A GUN POINTED IN YOUR FACE. AND MAKE NO MISTAKE...THESE MEN WERE, AND ARE...GUNS."



THUS WE
HAVE INVESTED THE
LONG YEARS SINCE OUR
SLUMBER IN CREATING
MEN OF EQUAL OR
GREATER POWER.



FROM
THE DARKNESS WE
WATCHED OUR ENEMIES,
STUDIED THEIR POWERS,
THEIR MINDS, THEIR
WAY OF FIGHTING.



NOW, AT LAST, THE
PLAYING FIELD IS LEVEL.
NOW, AT LAST, WE CAN
OPPOSE THEM.

NOW, AT LAST,
WE CAN EMERGE FROM
THE SHADOWS, AND REBUILD
THE STRENGTH THAT ONCE WAS
OURS, THE SHADOW THAT WILL
ONE DAY FALL ACROSS
THE ENTIRE WORLD.

NOW, AT
LAST, OUR VOICE,
OUR **TRUE VOICE**,
WILL BE HEARD.

